

CONSENT FOR ACCESS TO PROPERTY

Property Owner: IIT Clifton DC LLC

Address of Property: 261 River Road, Clifton, New Jersey having the legal description of Block 73-3, Lot 2.01

Date: June 22, 2015 (the "Effective Date")

IIT Clifton DC LLC, a Delaware limited liability company ("IIT"), is the owner of the Property described above. IIT understands that the United States Environmental Protection Agency ("EPA") is conducting an investigation of the nature and extent of contamination in the Lower Passaic River Study Area of the Diamond Alkali Superfund Site, pursuant to its responsibilities under the Superfund law, also known as the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. §§ 9601-9675.

Provided that those entering the Property have first complied with the insurance certificate requirement listed below and conduct themselves at all times that they are on the Property as described below, IIT hereby consents to allow officers, employees and authorized contractors of EPA to enter and have access to the portion of its Property marked with the cross hatching on Exhibit A (the "Access Parcel") to perform the following activities:

- access across the Access Parcel to the containment cell that is owned and operated by, and located on the adjacent property of, Givaudan Fragrances Corporation (the "Cell"); and
- conduct measures necessary to restrict access to work areas in the portion of the parking lot immediately adjacent to the gate to the Cell in connection with the EPA's testing of the Cell.

IIT understands that EPA and its contractors will minimize any disturbance and disruption of the use of the Property by IIT and its tenants to the maximum extent practicable; maintain open access to all roadways in and out of the Property at all times; seal all sampling containers or investigation derived waste containers on the Cell before transporting them across the Access Property; restore any areas disturbed by EPA or its contractors to their prior condition to the maximum extent practicable at the completion of the work; and remove all samples and investigation-derived waste from the Property each day.

IIT understands that EPA shall cause its contractors to maintain comprehensive vehicle liability insurance, comprehensive general liability insurance, and worker's compensation coverage and to provide IIT with a Certificate of Insurance prior to entering the Access Property naming IIT as an additional insured, with limits as least as high as those on the sample Certificate of Insurance attached as Exhibit B.

IIT understands and agrees that the above-mentioned authorized representatives may enter upon the Access Property at reasonable times during normal weekday business hours as scheduled through IIT's designated authorized agent, representative or contractor, to the extent practicable, at least (5) five business days prior to any such entry. This pre-notification requirement excludes emergencies.

This Consent for Access to Property provided by IIT shall terminate and be of no further effect ten (10) years after the Effective Date.


By my signature, I, on behalf of IIT, acknowledge that I am fully authorized to grant such access.

IIT CLIFTON DC LLC, a Delaware limited liability company

By: IIT Real Estate Holdco LLC, a Delaware limited liability company, its sole member

By: Industrial Income Operating Partnership LP, a Delaware limited partnership, its sole member

By: Industrial Income Trust Inc., a Maryland corporation, its general partner

By: 

Name: Kathryn M. Kilgore

Date: June 22, 2015

Title: VP. Asset Management

Exhibit A

[depiction of limited access route over the Property]

DATE
BY
CHECKED
REVIEWED

SPRINT - NAD83 (G)
98.31 (G)

NORFOLK SOUTHERN R.R. CLASS I

7.5'

SCALE 1" = 40'

EXHIBIT A

ALTA/ACSM LAND TITLE SURVEY

DATE OF FIELD WORK: 11/17/2012
PROJECT NO: 2012031001

SHEET 2 OF 2



Rock & Clark's National Surveyors Network
National Coordinators of ALTA/ACSM Land Title Surveys
117 Main, Orono, Maine 04469
Phone: (207) 584-6335 Fax: (207) 584-3459 www.rockandclark.com

RIVER ROAD
VARIABLE WIDTH PUBLIC RIGHT OF WAY

Access
Property

LEGEND OF SYMBOLS & ABBREVIATIONS

1. BOUNDARY LINE	2. EASEMENT	3. FENCE	4. LOT CORNER
5. ADJACENT PROPERTY	6. EASEMENT	7. FENCE	8. LOT CORNER
9. ADJACENT PROPERTY	10. EASEMENT	11. FENCE	12. LOT CORNER
13. ADJACENT PROPERTY	14. EASEMENT	15. FENCE	16. LOT CORNER
17. ADJACENT PROPERTY	18. EASEMENT	19. FENCE	20. LOT CORNER
21. ADJACENT PROPERTY	22. EASEMENT	23. FENCE	24. LOT CORNER
25. ADJACENT PROPERTY	26. EASEMENT	27. FENCE	28. LOT CORNER
29. ADJACENT PROPERTY	30. EASEMENT	31. FENCE	32. LOT CORNER
33. ADJACENT PROPERTY	34. EASEMENT	35. FENCE	36. LOT CORNER
37. ADJACENT PROPERTY	38. EASEMENT	39. FENCE	40. LOT CORNER
41. ADJACENT PROPERTY	42. EASEMENT	43. FENCE	44. LOT CORNER
45. ADJACENT PROPERTY	46. EASEMENT	47. FENCE	48. LOT CORNER
49. ADJACENT PROPERTY	50. EASEMENT	51. FENCE	52. LOT CORNER
53. ADJACENT PROPERTY	54. EASEMENT	55. FENCE	56. LOT CORNER
57. ADJACENT PROPERTY	58. EASEMENT	59. FENCE	60. LOT CORNER
61. ADJACENT PROPERTY	62. EASEMENT	63. FENCE	64. LOT CORNER
65. ADJACENT PROPERTY	66. EASEMENT	67. FENCE	68. LOT CORNER
69. ADJACENT PROPERTY	70. EASEMENT	71. FENCE	72. LOT CORNER
73. ADJACENT PROPERTY	74. EASEMENT	75. FENCE	76. LOT CORNER
77. ADJACENT PROPERTY	78. EASEMENT	79. FENCE	80. LOT CORNER
81. ADJACENT PROPERTY	82. EASEMENT	83. FENCE	84. LOT CORNER
85. ADJACENT PROPERTY	86. EASEMENT	87. FENCE	88. LOT CORNER
89. ADJACENT PROPERTY	90. EASEMENT	91. FENCE	92. LOT CORNER
93. ADJACENT PROPERTY	94. EASEMENT	95. FENCE	96. LOT CORNER
97. ADJACENT PROPERTY	98. EASEMENT	99. FENCE	100. LOT CORNER

Exhibit B

Sample Insurance Coverage Certificate



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
12/02/2014

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER MARSH USA INC. 1050 CONNECTICUT AVENUE, SUITE 700 WASHINGTON, DC 20036-5386 040053-CRIME-MULTI-14-15	CONTACT NAME:	FAX (A/C, No):	
	PHONE (A/C, No, Ext):	E-MAIL ADDRESS:	
INSURED LOCKHEED MARTIN CORPORATION AND ITS SUBSIDIARIES 6801 ROCKLEDGE DRIVE BETHESDA, MD 20817	INSURER(S) AFFORDING COVERAGE		NAIC #
	INSURER A : ACE American Insurance Company		22667
	INSURER B : ACE Property And Casualty Ins Co		20699
	INSURER C : N/A		N/A
	INSURER D : N/A		N/A
	INSURER E : N/A		N/A
INSURER F :			

COVERAGES**CERTIFICATE NUMBER:**

CLE-004154688-02

REVISION NUMBER: 8

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC			HDO G2733670A	09/01/2014	09/01/2015	EACH OCCURRENCE \$ 2,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ N/A MED EXP (Any one person) \$ N/A PERSONAL & ADV INJURY \$ 2,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COMP/OP AGG \$ 2,000,000
A	AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS			ISA H0882776A	09/01/2014	09/01/2015	COMBINED SINGLE LIMIT (Ea accident) \$ 3,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$
B	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$			XOO G27423395	09/01/2014	09/01/2015	EACH OCCURRENCE \$ 8,000,000 AGGREGATE \$ 8,000,000
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below						<input type="checkbox"/> WC STATUTORY LIMITS <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)

RE: EPA PRIME CONTRACT NO. EP-W-09-031. CONTRACT PERIOD OF PERFORMANCE IS 09/23/2009-09/22/2016. CONTRACT MANAGER IS AMY BOOKOUT. WORK EFFORTS INCLUDE COLLECTION AND SAMPLING OF CONTAMINATED TCDD-SOIL ON PROPERTY OWNED BY GIVAUDAN FRAGRANCES CORPORATION. TO REACH GIVAUDAN'S PROPERTY IT IS NECESSARY TO TRAVERSE PROPERTY OWNED BY IIT CLIFTON DDC LLC.

GIVAUDAN FRAGRANCES CORPORATION AND IIT CLIFTON DC LLC C/O INDUSTRIAL INCOME TRUST INC. ARE INCLUDED AS ADDITIONAL INSURED WITH RESPECT TO GENERAL AND AUTO LIABILITY WHERE REQUIRED BY WRITTEN CONTRACT. THIS INSURANCE IS PRIMARY AND NON-CONTRIBUTORY OVER ANY EXISTING INSURANCE AND LIMITED TO LIABILITY ARISING OUT OF THE OPERATIONS OF THE NAMED INSURED AND WHERE REQUIRED BY WRITTEN CONTRACT WITH RESPECT TO GENERAL AND AUTO LIABILITY.

CERTIFICATE HOLDER**CANCELLATION**

GIVAUDAN FLAVORS CORPORATION INTERNATIONAL TRADE CENTER ATTN: JOHN A. VERNIERI 300 WATERLOO VALLEY RD. MOUNT OLIVE, NJ 07828	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE of Marsh USA Inc. Timothy M Kelly <i>Timothy M. Kelly</i>
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